

UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO

-----X

In re: PROMESA
THE FINANCIAL OVERSIGHT AND Title III
MANAGEMENT BOARD FOR PUERTO RICO, No. 17 BK 3283-LTS
as representative of (Jointly Administered)
THE COMMONWEALTH OF PUERTO RICO, *et al.*,
Debtors.¹ Re: ECF No. 2501

-----X

**JOINT URGENT MOTION SEEKING EXTENSION OF DEADLINES TO (I) RESPOND
TO MOTION OF THE PBA FUNDS FOR PAYMENT OF RENT, AND (II) REPLY IN
SUPPORT OF MOTION OF THE PBA FUNDS FOR PAYMENT OF RENT**

To the Honorable United States District Court Judge Laura Taylor Swain:

The Commonwealth of Puerto Rico (the “Commonwealth”), the Puerto Rico Sales Tax Financing Corporation (“COFINA”), the Puerto Rico Highways and Transportation Authority (“HTA”), the Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”), and the Puerto Rico Electric Power Authority (“PREPA,” and together with the Commonwealth, COFINA, HTA, and ERS the “Debtors,” and each individually a “Debtor”), as

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566- LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Title III debtors, by and through the Financial Oversight and Management Board for Puerto Rico (the “Oversight Board”), as the Debtors’ representative pursuant to section 315(b) of the *Puerto Rico Oversight, Management, and Economic Stability Act* (“PROMESA”),² and the PBA Funds³ respectfully submit this joint motion (the “Joint Motion”), for entry of an order, substantially in the form attached hereto as Exhibit A, extending the deadlines for the Debtors, the Puerto Rico Fiscal Agency and Financial Advisory Authority (“AAFAF”), and the Official Committee of Unsecured Creditors for all title III Debtors (other than COFINA) (the “Committee”) to respond to the *Motion of the PBA Funds for the Payment of Rent* [ECF No. 2501] (the “PBA Funds Motion”), and the deadline for the PBA Funds to reply in support thereof. In support of this Joint Motion, the Debtors and PBA Funds respectfully represent as follows:

Relief Requested

1. By this Joint Motion, the Debtors and PBA Funds request an order extending the deadlines as follows:
 - The deadline to file responses to the PBA Funds Motion shall be extended to **February 23, 2018** for (a) the Debtors, (b) the Committee, and (c) AAFAF.
 - The deadline for the PBA Funds to file a reply to any responses shall be extended to **March 2, 2018**.
2. Pursuant to Paragraph 1.H of the *Third Amended Notice, Case Management and Administrative Procedures* (Case No. 17 BK 3283-LTS, ECF No. 1512-1), the parties hereby certify that they have carefully examined the matter and concluded that there is a true need for an urgent motion; have not created the urgency through any lack of due diligence; have made a

² PROMESA has been codified in 48 U.S.C. §§ 2101–2241.

³ All undefined terms herein shall have the meaning attributed to them in the PBA Funds Motion.

bona fide effort to resolve the matter without a hearing; have made reasonable, good-faith communications in an effort to resolve or narrow the issues that are being brought to the Court; and have conferred with counsel for the Oversight Board, and no party opposes the relief requested herein.

Notice

3. The Debtors have provided notice of this Joint Motion to: (a) the Office of the United States Trustee for the District of Puerto Rico; (b) the indenture trustees and/or agents, as applicable, for the Debtors' bonds; (c) the entities on the list of creditors holding the 20 largest unsecured claims against COFINA; (d) the statutory committees appointed in these Title III Cases; (e) the Office of the United States Attorney for the District of Puerto Rico; (f) counsel to the Puerto Rico Fiscal Agency and Financial Advisory Authority; (g) the Puerto Rico Department of Justice; (h) all parties filing a notice of appearance in these Title III Cases; and (i) the PBA Funds. The Debtors submit that, in light of the nature of the relief requested, no other or further notice need be given.

No Prior Request

4. No prior request for the relief sought in this Joint Motion has been made to this or any other court.

[Remainder of Page Intentionally Left Blank]

WHEREFORE the Debtors respectfully request the Court to enter an order, substantially in the form attached hereto as **Exhibit A**, (a) granting this Joint Motion, and (b) granting such other relief as is just and proper.

Dated: February 20, 2018
San Juan, Puerto Rico

Respectfully submitted,

/s/ Martin J. Bienenstock

Martin J. Bienenstock
Paul V. Possinger
Ehud Barak
Maja Zerjal
(Admitted *Pro Hac Vice*)
PROSKAUER ROSE LLP
Eleven Times Square
New York, NY 10036
Tel: (212) 969-3000
Fax: (212) 969-2900

*Attorneys for the Financial
Oversight and Management Board
as representative for the Debtors*

/s/ Hermann D. Bauer

Hermann D. Bauer
O'NEILL & BORGES LLC
250 Muñoz Rivera Ave., Suite 800
San Juan, PR 00918-1813
Tel: (787) 764-8181
Fax: (787) 753-8944

*Co-Attorneys for the Financial
Oversight and Management Board
as Representative for the Debtors*

Exhibit A

Proposed Order

UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO

-----X

In re: PROMESA
Title III
THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO, No. 17 BK 3283-LTS
as representative of (Jointly Administered)
THE COMMONWEALTH OF PUERTO RICO, *et al.*,
Debtors.¹ Re: ECF No. ____

-----X

**ORDER GRANTING JOINT URGENT MOTION SEEKING EXTENSION OF
DEADLINES TO (I) RESPOND TO MOTION OF THE PBA FUNDS FOR PAYMENT
OF RENT, AND (II) REPLY IN SUPPORT OF MOTION OF THE PBA FUNDS FOR
PAYMENT OF RENT**

Upon the *Joint Urgent Motion Seeking Extension of Deadlines to (I) Respond to Motion of the PBA Funds for Payment of Rent, and (II) Reply in Support of Motion of the PBA Funds for Payment of Rent* (the “Joint Motion”);² and the Court having found it has subject matter jurisdiction over this matter pursuant to PROMESA section 306(a); and it appearing that venue is proper pursuant to PROMESA section 307(a); and the Court having found that the relief

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566- LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

² Capitalized terms used but not otherwise defined herein have the meanings given to them in the Joint Motion.

requested in the Joint Motion is in the best interests of the Debtors, their creditors, and other parties in interest, it is **HEREBY ORDERED THAT:**

1. The Joint Motion is granted as set forth herein.

2. The deadline to file responses to the PBA Funds Motion shall be extended to

February 23, 2018 for (a) the Debtors, (b) the Committee, and (c) AAFAF.

3. The deadline for the PBA Funds to file a reply to any responses shall be extended to **March 2, 2018**.

4. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

5. This Order resolves docket entry no. _____.

SO ORDERED.

Dated: _____, 2018
San Juan, Puerto Rico

LAURA TAYLOR SWAIN
United States District Judge